

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re:

Chapter 11

DPH HOLDINGS CORP., et. al.,

Case No. 05-44481 (RDD)

Debtors.

(Jointly Administered)

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**ORDER GRANTING MOTION TO SUBSTITUTE COUNSEL**

Upon the Motion to Substitute Counsel, dated December 14, 2009, filed on behalf of Vanguard Distributors, Inc., a creditor and party in interest herein, it is hereby

**ORDERED** that the law firm of Drinker Biddle & Reath LLP is permitted to withdraw as counsel of record for Vanguard Distributors, Inc., and Janice Grubin and her law firm of Todtman, Nachamie, Spizz & Johns, P.C. is substituted as its counsel of record for Vanguard Distributors, Inc. for all purposes in these cases.

Dated: January 5, 2010  
White Plains, New York

/s/Robert D. Drain  
Honorable Robert D. Drain  
United States Bankruptcy Judge